

04-23-2003

TRADEMARKS



102428687

To: Honorable Director of Patents and Trademarks. Please record the attached

1. Name of conveying party(ies):

Siemer Distributors Inc.
135 S. Lasalle Street
Chicago, Illinois 60603

2. Name and address of receiving party(ies):

Siemer Enterprises, Inc.
515 West Main Street
Teutopolis, Illinois 62467

4-21-03

<input type="checkbox"/> Individual(s)	<input type="checkbox"/> Association	<input type="checkbox"/> Individual(s)	<input type="checkbox"/> Association
<input type="checkbox"/> General Partnership	<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> General Partnership	<input type="checkbox"/> Limited Partnership
<input checked="" type="checkbox"/> Corporation (State of Illinois)	<input type="checkbox"/> Other	<input checked="" type="checkbox"/> Corporation (State of Illinois)	<input type="checkbox"/> Other

If assignee is not described in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from Assignments)

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of Conveyance:

<input type="checkbox"/> Assignment	<input type="checkbox"/> Merger
<input type="checkbox"/> Security Agreement	<input checked="" type="checkbox"/> Change of Name
<input type="checkbox"/> Other _____	

Execution Date: 11/15/1996

4. Application Nos. or Registration Nos.

A. Trademark Application No.(s)
Additional Numbers Attached? Yes No

B. Trademark Registration No.(s) 1706042 and 1853763
Additional Numbers Attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Raymond D. Norton
Head, Johnson & Kachigian
220 West 17th Place
Tulsa, Oklahoma 74119

6. Total number of applications/registrations involved: 2

7. Total fee (37 CFR 3.41): \$ 65.00

Enclosed

Authorized to be charged to deposit account

Any fees, charges or credits necessary during the prosecution of this application may be charged to the deposit account of the undersigned, No. 08-1500, unless otherwise notified.

8. Deposit account number:

(Attached duplicate copy of this page if paying by deposit account)

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Raymond D. Norton
Name of Person Signing

Signature

April 16, 2003
Date

OFFICE OF PUBLIC RECORDS
2003 APR 21 AM 4:35
FINANCE SECTION

04/22/2003 LINDLELL 00000043 1706042
40.00 DP
25.00 DP
01 FC:8521
02 FC:8522

File Number 5450-743-7

STATE OF ILLINOIS } SS 966411
EFFINGHAM COUNTY }
THIS INSTRUMENT WAS FILED FOR RECORD
IN THE AFORESAID RECORDERS OFFICE ON
6 DAY OF DEC. A.D. 19 96 AT
8:25 A.M. AND RECORDED IN BOOK 1253
OF ON PAGE 118
Robert L. Bahmen RECORDER

State of Illinois
Office of
The Secretary of State

Whereas, ARTICLES OF AMENDMENT TO THE ARTICLES OF
INCORPORATION OF

SIEMER DISTRIBUTORS INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of
Illinois, by virtue of the powers vested in me by law, do hereby issue
this certificate and attach hereto a copy of the Application of the
aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be
affixed the Great Seal of the State of Illinois,
at the City of Springfield, this 15TH
day of NOVEMBER A.D. 19 96 and of
the Independence of the United States the two
hundred and 21ST



C-212.2

George H. Ryan

Secretary of State

Vol 1253 PAGE 118

Form **BCA-10.30**
(Rev. Jan. 1995)

ARTICLES OF AMENDMENT

File #

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1832

FILED

NOV 15 1996

GEORGE H. RYAN
SECRETARY OF STATE

SUBMIT IN DUPLICATE

This space for use by
Secretary of State

Date 11-15-96
Franchise Tax \$ 5
Filing Fee* \$
Penalty \$
Approved: [Signature]

Remit payment in check or money
order, payable to "Secretary of State."
*The filing fee for articles of
amendment - \$25.00

1. CORPORATE NAME: Siemer Distributors, Inc (Note 1)

2. MANNER OF ADOPTION OF AMENDMENT: (Note 1)

The following amendment of the Articles of Incorporation was adopted on November 1
19 96 in the manner indicated below. ("X" one box only)

By a majority of the incorporators, provided no directors were named in the articles of incorporation and no directors have been elected; (Note 2)

By a majority of the board of directors, in accordance with Section 10.10, the corporation having issued no shares as of the time of adoption of this amendment; (Note 2)

By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment; (Note 3)

By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the articles of incorporation were voted in favor of the amendment; (Note 4)

By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10; (Notes 4 & 5)

By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment. (Note 5)

3. TEXT OF AMENDMENT:

a. When amendment effects a name change, insert the new corporate name below. Use Page 2 for all other amendments.

Article I: The name of the corporation is:

Siemer Enterprises, Inc.
(NEW NAME)

All changes other than name, include on page 2
(over)

VOL 1253 PAGE 119

11
90
N
AT
53
ER

of
sue
the

be
is,

of
wo

Text of Amendment

- b. *(If amendment affects the corporate purpose, the amended purpose is required to be set forth in its entirety. If there is not sufficient space to do so, add one or more sheets of this size.)*

Page 2

VOL 1253 PAGE 120

NOTES and INSTRUCTIONS

NOTE 1: State the true exact corporate name as it appears on the records of the office of the Secretary of State, BEFORE any amendments herein reported.

NOTE 2: Incorporators are permitted to adopt amendments ONLY before any shares have been issued and before any directors have been named or elected. (§ 10.10)

NOTE 3: Directors may adopt amendments without shareholder approval in only seven instances, as follows:

- (a) to remove the names and addresses of directors named in the articles of incorporation;
- (b) to remove the name and address of the initial registered agent and registered office, provided a statement pursuant to § 5.10 is also filed;
- (c) to increase, decrease, create or eliminate the par value of the shares of any class, so long as no class or series of shares is adversely affected.
- (d) to split the issued whole shares and unissued authorized shares by multiplying them by a whole number, so long as no class or series is adversely affected thereby;
- (e) to change the corporate name by substituting the word "corporation", "incorporated", "company", "limited", or the abbreviation "corp.", "inc.", "co.", or "ltd." for a similar word or abbreviation in the name, or by adding a geographical attribution to the name;
- (f) to reduce the authorized shares of any class pursuant to a cancellation statement filed in accordance with § 9.05,
- (g) to restate the articles of incorporation as currently amended. (§ 10.15)

NOTE 4: All amendments not adopted under § 10.10 or § 10.15 require (1) that the board of directors adopt a resolution setting forth the proposed amendment and (2) that the shareholders approve the amendment.

Shareholder approval may be (1) by vote at a shareholders' meeting (*either annual or special*) or (2) by consent, in writing, without a meeting.

To be adopted, the amendment must receive the affirmative vote or consent of the holders of at least 2/3 of the outstanding shares entitled to vote on the amendment (*but if class voting applies, then also at least a 2/3 vote within each class is required*).

The articles of incorporation may supersede the 2/3 vote requirement by specifying any smaller or larger vote requirement not less than a majority of the outstanding shares entitled to vote and not less than a majority within each class when class voting applies. (§ 10.20)

NOTE 5: When shareholder approval is by consent, all shareholders must be given notice of the proposed amendment at least 5 days before the consent is signed. If the amendment is adopted, shareholders who have not signed the consent must be promptly notified of the passage of the amendment. (§§ 7.10 & 10.20)

C-173.9

Page 4

SIEMER DISTRIBUTORS
515 W MAIN ST
TELEPOLIS 62467
Pd 13+3

VOL 1253 PAGE 122